

RECEIVED
SURFACE TRANSPORTATION
BOARD

RECORDATION NO. 21287-D, FILED

SEP 9 '98

1:30 PM

ALVORD AND ALVORD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

September 9, 1998

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of a Release of Security Interest, dated as of September 8, 1998, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete release and relates to the Security Agreement which was previously filed with the Board under Recordation Number 21287.

The name and address of the party to the enclosed document are:

Secured Party: GATX Capital Corporation
Four Embarcadero Center
Suite 2200
San Francisco, California 94111

A description of the railroad equipment covered by the enclosed document is:

all railroad equipment covered by the Security Agreement previously filed herein.

Countersigned - Betty S. Jahan

Mr. Vernon A. Williams
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Also enclosed is a check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert W. Alvord", with a stylized flourish at the end.

Robert W. Alvord

RWA/bg
Enclosures

SEP 9 '98 1-30PM

RELEASE OF SECURITY INTEREST

This Release of Security Interest, dated as of September 8, 1998, is made by GATX Capital Corporation.

1. Reference is made to the Security Agreement, dated as of February 5, 1998, (the "Security Agreement") among Sonoma Trust I, Sonoma Trust II and Sonoma Trust III (each, respectively, the successor by merger to AFL Trust I, AFL Trust II and AFL Trust III), Borrowers, and GATX Capital Corporation, Lender, which was duly filed and recorded with the Surface Transportation Board on March 20, 1998 at 9:25 a.m. under Recordation Number 21287.

2. GATX Capital Corporation, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, hereby releases any and all security interests, liens, claims and other encumbrances granted pursuant to the Security Agreement on all of the Collateral (as defined in the Security Agreement) subject to the Security Agreement.

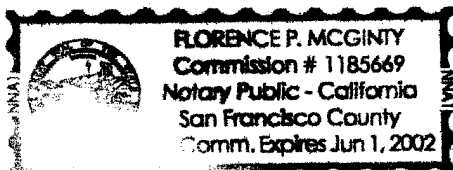
IN WITNESS WHEREOF, GATX Capital Corporation has caused this Release of Security Interest to be executed by its authorized officer as of the day and year first above.

GATX CAPITAL CORPORATION

By: Thomas C. Nord
Thomas C. Nord
Vice President

STATE OF CALIFORNIA)
)
COUNTY OF SAN FRANCISCO)

On this 8th day of September, 1998, before me personally appeared Thomas C. Nord, to me personally known, who, being by me duly sworn, did say that he is a Vice President of GATX CAPITAL CORPORATION, that the foregoing document was signed on behalf of said corporation by authority of its Board of Directors, and he/she acknowledged that the execution of said instrument was the free act and deed of the corporation.



Florence P. McGinty
NOTARY PUBLIC